



Union Tank Car Company

225 West Washington Street
Chicago, Illinois 60606
312/372-9500

9-170A062

June 13, 1989

RECORDATION #13

9/11/K
FILED 1425

JUN 19 1989 -11 55 AM

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
12th St. & Constitution Ave., N.W.
Room 2215
Washington, DC 20423

RECORDATION #10

9/11-L
FILED 1425

JUN 19 1989 -11 55 AM

RE: Equipment Trust Agreement (Series 15)
Filed December 5, 1977
Recordation # 9111

INTERSTATE COMMERCE COMMISSION

Dear Sir or Madam:

Enclosed are the original and two certified copies of the Sixth Supplemental Trust Agreement, dated October 17, 1988, between Union Tank Car Company and Continental Illinois National Bank and Trust Company of Chicago, as Trustee. Also enclosed are the original and two certified copies of a Bill of Sale from the Trustee to Union Tank Car Company.

Please file both of these documents as supplements to the filing referred to above. Enclosed is a check for \$26.00 for the filing fee. Please return the certified copies of each of the documents, stamped to show the filing, to me.

If you have any questions, please call me at (312) 842-5236.
Thank you.

Sincerely,

Patrick J. Allen
Senior Attorney

PJA/kdg
4066e

Enclosure



A MEMBER OF THE MARMON GROUP OF COMPANIES

Interstate Commerce Commission
Washington, D.C. 20423

6/19/89

OFFICE OF THE SECRETARY

patrick J. Allen
Senior Attorney
Union Tank Car Company
225 West Washington Street
Chicago, Illinois 60606

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/19/89 at 11:55am, and assigned recordation number(s). 9111-K & 9111-L

Sincerely yours,

Narita L. McGee

Secretary

Enclosure(s)

RECORDATION NO 2111-8
FILED 1475

JUN 19 1989 - 11 55 AM

INTERSTATE COMMERCE COMMISSION

BILL OF SALE

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO

as Trustee under Equipment Trust Agreement

Dated as of December 1, 1977 (Series 15)

to

Union Tank Car Company

KNOW ALL MEN BY THESE PRESENTS, that Continental Illinois National Bank and Trust Company of Chicago, (the "Bank"), as Trustee under that certain Equipment Trust Agreement dated as of December 1, 1977 (the "Agreement"), by and between the Bank, as Trustee, and Union Tank Company (the "Company"), in consideration of the conveyance to the Bank, as Trustee, of certain Equipment (as defined in the Agreement) to be substituted under the Agreement and of the compliance by the Company with the terms of the Agreement, and particularly Section 5.06 thereof, with respect to such substitutions, and other good and valuable considerations, the receipt whereof is acknowledged, has sold, assigned, transferred, set over and delivered, and by these presents does hereby sell, assign, transfer, set over and deliver unto the Company all of its right, title and interest in and to those certain units of Equipment heretofore assigned by the Company to the Bank, as Trustee aforesaid, pursuant to the Agreement, which units of Equipment are fully described in Schedule B hereto annexed and by reference incorporated herein,

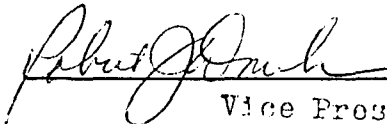
hereby warranting that such Equipment is free and clear from all liens and encumbrances of the Bank.

TO HAVE AND TO HOLD the said Equipment unto the Company and its successors and assigns forever.

This Bill of Sale releases the Equipment described in Schedule B hereto from the lien of the Agreement, which was recorded with the Interstate Commerce Commission.

IN WITNESS WHEREOF, THE BANK, as Trustee aforesaid, has caused this instrument to be duly executed by a proper corporate officer thereunto duly authorized, and its corporate seal to be hereunto affixed and attested, this 9th day of June, 1988.

CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY OF CHICAGO

By: 
Vice President

(CORPORATE SEAL)

ATTEST: 
Its CORPORATE PRODUCTS OFFICER

STATE OF ILLINOIS)
COUNTY OF COOK) SS

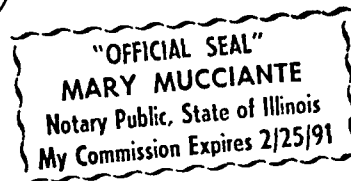
On this 9th day of JUNE, 1988, before me,
a Notary Public in and for said County, personally appeared
AK Duncan and Robert J. Donahue
to me personally known, who being by me duly sworn did say that
they are respectively Corporate Products Officer and Vice
President of Continental Illinois National

Bank and Trust Company of Chicago, that the seal affixed to the
foregoing instrument is the corporate seal of said Bank, that
said instrument was signed and sealed on behalf of said Bank by
prior authority and said persons acknowledge that the execution
of the foregoing instrument was the free act and deed of said
Bank.

Mary Mucciante
Notary Public

My Commission Expires:

2/25/91



PROGRAM ACTB1027

UNION TANK CAR COMPANY - TREASURERS DEPARTMENT
SCHEDULE B - DESCRIPTION OF EQUIPMENT TRUST
FOR SUBSTITUTION - TERMINATED CARS

RUN DATE: 07/29/88

CERTIFICATE TRUST SERIES: R015

QUANTITY	A.A.R. MECHANICAL DESIG. CODE	CAPACITY IN GALLONS	ROAD NUMBERS
1	TA	12,000	TCDX11074
5	TA	13,500	11927,11940,11957-11958,11983
1	TM	14,000	24598
2	TM	14,694	12150,12292
2	TM	17,600	71832,71892
3	TM	20,000	46612,71170,76606
2	TMI	20,000	BAYX1004-BAYX1005
1	TP	17,300	82653
<hr/>			
17	TOTAL		

STATE OF ILLINOIS)
)
COUNTY OF COOK)

CERTIFICATE

The undersigned, Kristine D. Gord, a Notary Public in and for said county and state, hereby states that she has compared the attached copy of the Bill of Sale, dated June 9, 1989, with the original document thereof, and hereby certifies that such attached copy is a true and correct copy of the original document in all respects.

In witness whereof, the undersigned has set her hand and seal this 13th day of June, 1989.

Kristine D. Gord
Notary Public

4066e

